## STATE OF CONNECTICUT

## INSURANCE DEPARTMENT

## NOTICE OF PUBLIC HEARING CONCERNING THE PROPOSED ACQUISITION OF CONTROL OF TRENWICK AMERICA REINSURANCE CORPORATION BY PHOENIX PARTNERS, L.P AND TEJAS INCORPORATED

Notice is hereby given that the Insurance Commissioner of the State of Connecticut by her designated hearing officer will conduct a public hearing on May 20, 2005 at 9:30 a.m. at the Connecticut Insurance Department 7<sup>th</sup> Floor, 153 Market Street (960 Main Building), Hartford, CT. The hearing will be conducted pursuant to sections 38a-132, 4-166 through 4-185 of the Connecticut General Statutes as applicable; and sections 38a-8-1 through 38a-8-104, and sections 38a-138-1 through 38a-138-16, as applicable, of the Regulations of Connecticut State Agencies. The hearing will include a period devoted exclusively to public comment. Persons interested in being designated a party or intervenor should consult sections 38a-8-48 and 38a-8-49 of the Regulations of Connecticut State Agencies.

The public hearing is being held on the question of the granting of approval pursuant to section 38a-132(b)(1) of the Connecticut General Statutes of the application of **Phoenix Partners**, **L.P.**, a New York limited partnership and **Tejas Incorporated**, a Delaware corporation (the "Applicants") dated as of March 2, 2005, as supplemented May 5, 2005 (the "Application"). The Application requests the Insurance Commissioner's approval, as required by section 38a-130 of the Connecticut General Statutes, of the proposed acquisition of control of **Trenwick America Reinsurance Corporation**, a Connecticut domestic stock property/casualty insurance company ("**TARCO**").

Trenwick America Corporation ("TAC"), a Delaware non-insurer corporation and the direct parent of TARCO, is an indirect wholly-owned subsidiary of Trenwick Group Ltd. (Bermuda) ("TGL"). TAC and TGL each filed voluntary petitions for relief under Chapter 11 of the U.S. Bankruptcy Code in the Delaware Bankruptcy Court, and TGL commenced a proceeding in the Supreme Court of Bermuda known under Bermuda Law as a "Winding up". TAC operates its business as a debtor in possession under the supervision of the Delaware court. TGL, having been dismissed from the U.S. bankruptcy proceedings, remains under the supervision of the Bermuda Court. Upon emerging from bankruptcy and pursuant to a Plan of Reorganization approved by the Bankruptcy Court (the "Plan"), TAC will be reorganized and succeeded by Trenwick America LLC, a newly organized Delaware Limited Liability Company ("New TAC"). New TAC will be TARCO's parent by virtue of owning 100% of TARCO's stock. The effective date of the Plan is contingent upon the satisfaction of several conditions, including receipt of all necessary insurance regulatory authority approvals. New TAC will be controlled by the Applicants.

The official record of this proceeding, which includes a copy of the Application and related exhibits (including the Second Amended Plan of Reorganization for Trenwick America Corporation Under Chapter 11 of the Bankruptcy Code filed with the United States Bankruptcy Court, and the Order Confirming Plan of Reorganization dated October 27, 2004), is on file with the Connecticut Insurance Department, 153 Market Street, 7th Floor, Hartford, Connecticut, and is available for public inspection during regular business hours.

At the public hearing, representatives of the Applicants and Trenwick as well as any other party or intervenor designated by the Insurance Commissioner pursuant to sections 38a-8-48 and 38a-8-49 of the Regulations of Connecticut State Agencies, and her appointed hearing officer, will appear and be heard concerning the consideration by the Insurance Commissioner of the Application. The public will, at the hearing officer's discretion and in accordance with section 4-177c(b) of the Connecticut General Statutes, be given an opportunity to comment on the Application with respect to the issues to be considered by the Insurance Commissioner. Written statements may also be submitted during the public comment portion of the public hearing or filed with the Insurance Department prior to the close of business on May 18, 2005, by mailing or delivering such statements to the Connecticut Insurance Department, P.O. Box 816, Hartford, CT 06142-0816, Attention: Jon E. Arsenault, Esq.

The Insurance Department does not discriminate on the basis of disability in admission to, access to, or operation of its programs, services or activities, in accordance with Title II of the Americans with Disabilities Act of 1990. Individuals requiring auxiliary aids for communication or other accommodation are invited to make their needs known to Patricia Tiberio at (860) 297-3932.

Dated at Hartford, Connecticut, this 6th day of May, 2005.

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Susan F. Cogswell
Insurance Commissioner